



Dated: August 03, 2023
The following is ORDERED:

A handwritten signature in black ink, appearing to read "M. Ruthie Hagan".

M. Ruthie Hagan
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION

In re

Holiday Ham Holdings, LLC,

Debtor-in-Possession

Case No. 23-23313-MRH

Chapter 11

Subchapter V

**CONSENT ORDER TO SUPPLEMENT AND CLARIFY LIENS ATTACH
TO PROCEEDS OF SALE AND DISTRIBUTION OF PROCEEDS FROM SALE**

Upon motion being filed on July 14, 2023, by Holiday Ham Holdings, LLC (Debtor-in-Possession and/or DIP) (hereafter "Motion" and ECF No. 12), the Court held a hearing on July 28, 2023, upon expedited hearing and shortened time for notice and objection deadline to Motion. The parties entered on July 31, 2023, "Order on Expedited Motion to Approve Sale of Assets of Debtor in Ordinary Course of Business pursuant to 11 U.S.C. Section 363 and Assumption and Assignment of Executory Contracts Pursuant to 11 U.S.C. Section 365" (hereafter "Sale Order" ECF No. 57) and the parties supplement and clarify liens to attach to proceeds of sale and distribution of proceeds from sale as follows:

1. The Debtor-in-Possession filed the Chapter 11 petition for relief on July 7, 2023, with petition granted on same date to stop shut down of business. Craig M. Geno was appointed the Chapter 11 Subchapter V Trustee in this case.
2. This Order is only to supplement prior Sale Order and clarify that as announced to the Court at hearing on July 28, 2023 that all asserted liens attach to proceeds and further the Debtor and Pinnacle Bank announced and agreed as to the distribution of proceeds from sale.

3. The Debtor-in-Possession has been provided information by Pinnacle, FirstBank and records of the Secretary of State as to liens filed on assets of DIP and is of the opinion the first lien is held by Pinnacle Bank on most assets of the estate but upon information and belief that FirstBank has a filed UCC-1 on the assets of the Pimentos Crown Centre on Poplar. DIP has agreed to allow Pinnacle and FirstBank to resolve any priority issues between said Banks on Pimentos Store Crown Centre. DIP upon research does not find any UCC-1 filed of record on the trademarks with any federal agency as required, therefore such trademarks are believed by DIP to be unencumbered.
4. At hearing on Motion it was announced by counsel for DIP and confirmed by counsel for Pinnacle that DIP was asserting that assets being sold were assets to which Pinnacle had first lien except for the aforementioned trademarks. Pinnacle and DIP specifically agreed that all assets were to be sold free and clear of all liens and encumbrances as stated in Sale Order. Specifically, to clarify and supplement such Order as necessary that all asserted liens are attaching to the proceeds from the sale (hereafter "Cash Collateral"). Further Pinnacle and DIP agree and supplements such Order that at closing DIP shall have use of the Cash Collateral of Pinnacle from proceeds of sale pursuant to Order up to \$75,000.00 and the balance of proceeds of sale under Order shall be paid to Pinnacle to reduce their claim.
5. This Order has been negotiated by the parties in good faith and notice is considered adequate under the circumstances to all secured parties, twenty largest unsecured creditors and all creditors and parties requesting notice in these matters to continue the operation of the business of DIP under this Cash Collateral distribution subject to further hearings on Motion of Pinnacle.

IT IS THEREFORE ORDERED, ADJUDGED, AND DECREED the liens attach to the proceeds of the sale of assets under the Order and use of cash collateral by Debtor of \$75,000.00 as stated above is granted.

Approved:

/s/ Toni Campbell Parker
Toni Campbell Parker (TN #6984)
Attorney for Debtor-in-Possession
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/s/Matthew R. Murphy
Matthew R. Murphy (TN #24627)

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Attorneys for Pinnacle Bank

CC:
Debtor

Attorney for US Trustee

E. Franklin Childress, Atty. For Lift

Subchapter V Trustee

Secured Creditors of Debtor

Twenty Largest Unsecured Creditors

All Creditors and Parties requesting Notice.